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-and-

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Counsel for Cardtronics USA, Inc.

**UNITED STATES BANKRUPTCY COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK**

In re:

**SEARS HOLDINGS CORPORATION, et al.,

Debtors.¹**

Chapter 11

Case No. 18-23538 (RDD)

Jointly Administered

**NOTICE OF APPEARANCE OF CARDTRONICS USA, INC. AND REQUEST FOR
NOTICES AND SERVICE OF ALL OTHER PAPERS**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SRC Sparrow 1 LLC (None); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); SRC Sparrow 2 LLC (None); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); SRC O.P. LLC (None); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); SRC Facilities LLC (None); and SRC Real Estate (TX), LLC (None). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

PLEASE TAKE NOTICE that undersigned counsel hereby enters its appearance on behalf of Cardtronics USA, Inc. (“Cardtronics”) in the above-referenced cases pursuant to the United States Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9010.

PLEASE TAKE FURTHER NOTICE that, pursuant to Federal Rules of Bankruptcy Procedure 2002, 3017, 9007, and 9010, undersigned counsel hereby requests that all notices given or required to be given in the above-captioned cases including, but not limited to, all papers filed and served in all adversary proceedings in these cases and all notices mailed only to statutory committees or their authorized agents or to creditors and equity security holders who file with the court a request that all notices be mailed to them, be given to and served at the following addresses, telephone and fax numbers:

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PLEASE TAKE FURTHER NOTICE that the foregoing request includes not only notices and papers referred to in the Federal Rule of Bankruptcy Procedure 2002, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint, or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, hand-delivery, telephone, fax transmission, or otherwise filed in or made with regard to this case and any proceeding commenced herein.

PLEASE TAKE FURTHER NOTICE that the foregoing simply constitutes a demand and request for service and does not constitute a consent to the jurisdiction of the Bankruptcy

Court or a waiver of the right to a jury trial. Further, this request for notice does not waive the Cardtronic's:

a) Right to have any and all final orders for any and all non-core matters entered only after a de novo review by a United States District Court;

b) Right to trial by jury in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights, or in any case, controversy or proceeding related hereto, notwithstanding the designation of such matters as "core proceedings" pursuant to 28 U.S.C. § 157 and whether such jury trial right is pursuant to statute or the United States Constitution;

c) Right to have the reference of any matter withdrawn by the United States District Court in any manner or proceeding subject to mandatory or discretionary withdrawal; and

d) Other rights, claims, actions, setoffs, recoupments, or other matters to which Cardtronics is entitled under any agreements or at law or in equity or under the United States Constitution.

Dated: November 6, 2018
New York, New York

Respectfully Submitted,
By: /s/ Joseph N. Froehlich
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Counsel for Cardtronics USA, Inc.

CERTIFICATE OF SERVICE

I certify that, on November 6, 2018, a true and correct copy of the foregoing Notice of Appearance and Request for Notices and Service of All Other Papers was served via ECF upon all parties who receive service via ECF.

/s/ Joseph N. Froehlich
Joseph N. Froehlich